

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700
John Wm. Butler, Jr.
Albert L. Hogan III
John K. Lyons
Ron E. Meisler

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, New York 10036
(212) 735-3000
Kayalyn A. Marafioti
Thomas J. Matz

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
	:	(Jointly Administered)
Debtors.	:	
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NOTICE OF FILING OF FIRST AMENDMENT TO THE AMENDED AND
RESTATED GLOBAL SETTLEMENT AGREEMENT IN CONNECTION WITH
GSA AND MRA AMENDMENT MOTION (DOCKET NO. 14164)

PLEASE TAKE NOTICE that on September 12, 2008, the Debtors filed the Expedited Motion For Order Authorizing Debtors To Implement Amended And Restated Global Settlement Agreement And Master Restructuring Agreement With General Motors Corporation (Docket No. 14164) (the "Motion").

PLEASE TAKE FURTHER NOTICE THAT through the Motion, the Debtors are seeking authority to implement the Amended and Restated Global Settlement Agreement (the "Amended GSA") and all exhibits thereto and the Amended and Restated Master Restructuring Agreement (the "Amended MRA") and all exhibits thereto. The Amended GSA and Amended MRA were filed with the Bankruptcy Court on September 12, 2008 (Docket No. 14165), subject to the Bankruptcy Court's sealing order.

PLEASE TAKE FURTHER NOTICE THAT, the Debtors and GM have agreed to amend the Amended GSA as reflected in the First Amendment to the Amended GSA attached hereto as Exhibit 1.

PLEASE TAKE FURTHER NOTICE THAT copies of the First Amendment to the Amended GSA and exhibits thereto, as well as other documents related to the Motion (subject to the Bankruptcy Court's sealing order) can be obtained at <http://www.nysb.uscourts.gov> or free of charge at <http://www.delphidocket.com> or, upon reasonable written request, from the Case Administration Agent, Kurtzman Carlson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90242, Att'n: Delphi Corporation, et al.

Dated: New York, New York
September 25, 2008

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP

By: /s/ John Wm. Butler, Jr.
John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700

- and -

By: /s/ Kayalyn A. Marafioti
Kayalyn A. Marafioti (KM 9632)
Thomas J. Matz (TM 5986)
Four Times Square
New York, New York 10036
(212) 735-3000

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession